

EXHIBIT J

**SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK**

ALAN R. KAHN, derivatively, on behalf of
VALUE LINE, INC. et al.,

Plaintiffs,

v.

JEAN BERNHARD BUTTNER, EDGAR A.
BUTTNER, JANET EAKMAN, DAVID T.
HENIGSON, HOWARD A. BRECHER,
EDWARD J. SHANAHAN, HERBERT
PARDES, MARION N. RUTH, and ARNOLD
BERNHARD & CO., INC.,

Defendants,

and

VALUE LINE, INC.,

Nominal Defendant.

Present: Hon. Bernard J. Fried, J.S.C.

Index No. 650320/2008

FILED

DEC 15 2011

**NEW YORK
COUNTY CLERK'S OFFICE**

**CERTIFICATE REQUESTING ENTRY OF JUDGMENT
IN ELECTRONICALLY-FILED CASE**

To: The County Clerk, County of New York

Jeffrey S. Abraham, an attorney admitted to the Bar of State of New York and co-lead counsel for Plaintiffs in the above-captioned electronically-filed case, along with the remaining co-lead counsel for Plaintiffs listed below, hereby requests that judgment be entered based upon the Final Judgment signed by the Hon. Bernard J. Fried on December 7, 2011 and electronically filed on December 8, 2011 (the "Judgment"). Pursuant to 5017(a), I do hereby certify that the following documents constitute the Judgment Roll for this Judgment. Each document is

identified by title of the Paper, the date filed with the electronic filing system, and the number of the paper as listed on the E-Filing List of Papers filed.

<u>Title of Document</u>	<u>Docket Number</u>	<u>Date Filed</u>
✓ Summons and Verified Shareholder Derivative Complaint	No. 1	August 15, 2008
✓ <i>Decision</i> Consolidation order	21	1/12/10
✓ Verified Amended Shareholder Derivative Complaint <i>with 650658/09</i>	No. 23	March 16, 2010
✓ Verified Answer	No. 33	August 20, 2010
✓ Verified Answer	No. 34	August 23, 2010
✓ Stipulation and Order of Dismissal	No. 43	September 30, 2010
✓ Stipulation and Order of Dismissal	No. 44	October 7, 2010
✓ Stipulation of Settlement	No. 52	October 3, 2011
Scheduling Order	No. 54	October 7, 2011
✓ Affirmation of David Etkind in Support of Settlement Approval with Exhibits	No. 56 Nos. 56-1 to 56-2	December 2, 2011
Plaintiffs' Application Pursuant to Business Corporation Law §626 for	No. 57	December 2, 2011
✓ Final Approval of Derivative Action Settlement and an Award of Attorneys' Fees and Expenses		
✓ Affirmation of Jeffrey S. Abraham in Support of Plaintiffs' Application for Approval of the Settlement with Exhibits A-C	No. 58 Nos. 58-1 to 58-3	December 2, 2011
✓ Affirmation of Jeffrey S. Abraham in Support of Plaintiffs' Application for And Award of Attorneys' Fees and Expenses with Exhibit A	No. 59	December 2, 2011

✓ Affirmation of James S. Notis in
Support of Plaintiffs' Application for
And Award of Attorneys' Fees and
Expenses with Exhibit A

No. 60

December 2, 2011

✓ Affirmation of Harold B. Obstfeld in
Support of Plaintiffs' Application for
And Award of Attorneys' Fees and
Expenses with Exhibit A

No. 61

December 2, 2011

✓ Final Judgment

No. 62

December 8, 2011

✓ Certificate

63

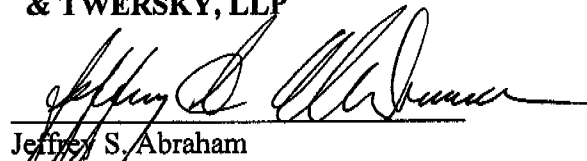
12/9/11

The documents listed above are available on the electronic filing website and may be

downloaded and printed as needed.

Dated: December 9, 2011

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NYSCEF

Document List

New York County Supreme Court

Claim/Index#: 650658/2009

Created on:12/15/2011 03:20 PM

Case Caption: Larry Morrison et al vs Jean Bernhard Buttner et al

Judge Name: Bernard Fried

1	COMPLAINT Complaint	Processed	11/09/2009	Abraham, J.
2	RJI RE: NOTICE OF MOTION (\$95 FEE)	Returned For Correction	11/24/2009	Abraham, J.
3	NOTICE OF MOTION	Returned For Correction	11/24/2009	Abraham, J.
4	MEMORANDUM OF LAW	Processed	11/24/2009	Abraham, J.
5	AFFIDAVIT OR AFFIRMATION IN SUPPORT OF MOTION	Processed	11/24/2009	Abraham, J.
6	PROPOSED ORDER	Processed	11/24/2009	Abraham, J.
7	AFFIRMATION/AFFIDAVIT OF SERVICE	Processed	11/24/2009	Abraham, J.
8	AFFIRMATION/AFFIDAVIT OF SERVICE Affidavit of Service	Processed	12/07/2009	Abraham, J.
9	AFFIRMATION/AFFIDAVIT OF SERVICE Affidavit of Service	Processed	12/07/2009	Abraham, J.
10	STIPULATION Stipulation Extending Time for Defendants and Nominal Defendant to Answer, Move or Otherwise Respond(..)	Processed	12/11/2009	Garb, S.

See 650320/08 item #21
for consolidation order

E-FILE

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

-----X
ALAN R. KAHN, derivatively, on behalf of
VALUE LINE, INC.,

Plaintiff,

- against -

JEAN BERNHARD BUTTNER, EDGAR A. :
BUTTNER, JANET EAKMAN, DAVID T. :
HENIGSON, HOWARD A. BRECHER, :
EDWARD J. SHANAHAN, HERBERT :
PARDES, MARION N. RUTH, and ARNOLD :
BERNHARD & CO., INC., :

Defendants,

and

VALUE LINE, INC.,

Nominal Defendant.

-----X

FINAL JUDGMENT

A hearing having been held before this Court, Honorable Bernard Fried, on 12/7, 2011, for the purpose of determining whether the settlement (the "Settlement") provided for in the Stipulation of Settlement ("Stipulation") and executed by the parties to the captioned consolidated derivative action ("Action") is fair and reasonable and should be approved; and the respective parties to this action having appeared by their counsel of record and presented arguments in support of the proposed Settlement; and the entire matter of the proposed Settlement having been heard and considered by the Court,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED, this 7th day of

Dec, 2011 that:

1. Unless otherwise defined, all capitalized terms appearing in this Judgment shall have the meanings defined in the Stipulation previously executed by the parties and filed with the Court.

2. Notice has been given to shareholders, pursuant to and in the manner directed by the Scheduling Order, and proof of filing the Notice as an 8K was filed with the Court by counsel for Defendants. The form and manner of the Notice is hereby determined to have fully complied with the requirements of NY Business Corporation Law §626(d), and any other applicable law and constitutes due and sufficient notice to all persons entitled thereto, and it is further determined that all shareholders are bound by the Judgment herein.

3. The Settlement provided for in the Stipulation is found and determined to be fair, reasonable, adequate and in the best interests of Value Line, Inc. ("Value Line") and is hereby approved. The parties are directed to implement the Settlement in accordance with the provisions of the Stipulation.

4. Section 6.1 of the Stipulation provides the following: "Effective Date" means the first date by which all of the events and conditions specified in Section 6.1 of the Stipulation have been met and have occurred. Section 6.1 of the Stipulation provides:

- The Effective Date shall be conditioned on and subject to the occurrence of all of the following events:
 - The Court has entered the Judgment, or a Judgment substantially in the form of Exhibit "A" to the Stipulation;
 - That Judgment has become Final and Non-Appealable;
 - The Action has been dismissed with prejudice; and

- The Judgment for all fees, expenses, and the Settlement Fund monies relating to this case shall not exceed \$2,900,000.00.
- In the event that the Stipulation is not approved by the Court or the settlement set forth in the Stipulation is terminated or fails to become effective in accordance with its terms, then the Stipulation shall be canceled and terminated and the Settling Parties shall be restored to their respective positions in the Action prior to execution of the Stipulation. In such event, the terms and provisions of the Stipulation shall have no further force and effect and shall not be used in this Action or in any other proceeding for any adverse purpose or inference, and any Judgment or order entered by the Court in accordance with the terms of the Stipulation shall be treated as vacated, nunc pro tunc.

5. The Judgment incorporates the provisions of Section 6.1 of the Stipulation.

6. Upon the Effective Date, plaintiffs Alan R. Kahn and Larry Morrison (the "Plaintiffs"), and all other Value Line shareholders, when acting in a derivative capacity, and Value Line shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever released, relinquished, and discharged (a) the Released Persons and (b) Edward J. Shanahan, Janet Eakman, Herbert Pardes, and Marion N. Ruth, who are the former defendants, from all Released Claims, known or unknown. Nothing herein, however, shall preclude any of the Settling Parties from enforcing the terms of the Stipulation.

7. Upon the Effective Date, the Defendants shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever released, relinquished, and discharged the Plaintiffs and their counsel, each only in his or its capacity as such, from all Released Claims against Plaintiffs. Nothing herein, however, shall preclude any of the Settling Parties from enforcing the terms of the Stipulation.

8. Defendants' financial obligation ends when \$2,900,000 is put into the Settlement Fund.

9. Plaintiffs' legal fees and expenses will be deducted from the Settlement Fund, as well as all administrative fees and expenses.

10. The Court approves the requested Fee and Expense Award in the sum of \$16,666.66, in connection with the Action which the Court finds to be reasonable. Such sum shall be paid pursuant to the terms of the Stipulation.

11. An appeal or petition for a writ of certiorari pertaining solely to any plan of allocation or application for attorneys' fees, costs or expenses, shall not in any way delay or preclude the Judgment from becoming final.

12. This Action is hereby dismissed with prejudice.

13. Without affecting the finality of this Judgment in any way, this Court reserves jurisdiction over all matters relating to the administration and consummation of the Settlement.


FILED

SO ORDERED:

DEC 15 2011

Signed this day of 12/7, 2011.

**NEW YORK
COUNTY CLERK'S OFFICE**


Honorable Bernard Fried, J.S.C.

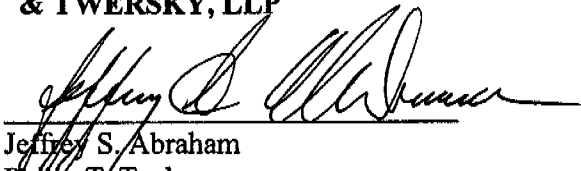
HON. BERNARD J. FRIED


CLERK

650320/08

Judgment

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FILED
DEC 15 2011
AT 3:44 PM
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